

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

---

PAN AMERICAN AIRWAYS, CORP.,

Plaintiff/Counterdefendant,

v.

Civil Action No.  
04-10515JLT

ROBERT E. BARNES,

Defendant/Counterplaintiff.

---

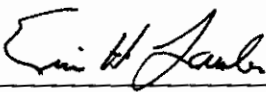
**Declaration of Eric H. Lawler in Support of  
Plaintiff/counterdefendant's Motion for  
Partial Summary Judgment**

Eric H. Lawler declares as follows:

1. I am Senior Vice President and Chief Financial Officer for plaintiff/counterdefendant Pan American Airways, Corporation ("Pan Am"). I make this declaration in support of Pan Am's Motion for Partial Summary Judgment. The statements herein are based upon my own personal knowledge and discussions with other Pan Am personnel.
2. Pan Am initiated the litigation against Robert E. Barnes solely to recover the damages that it incurred in performing additional maintenance, repairs and inspection of the Aircraft and Engines to make them useful again.
3. Prior to initiating this litigation, Pan Am consulted with its in-house attorney regarding the merits of this case, as well as the in-house attorney of its affiliated railroad division, made full disclosure to both attorneys, and proceeded on their advice.

I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge.

**July1, 2005**

  
Eric H. Lawler

**CERTIFICATE OF SERVICE**

I hereby certify that true copies of the foregoing documents were served on July 1, 2005, by first class mail, postage prepaid upon Peter Piel, Law Office of Peter Piel, 800 Turnpike Street, North Andover, MA 01845, the attorney of record for defendant Robert E. Barnes.

**Dated: July 1, 2005**

  
Robert B. Culliford